

**EXHIBIT C**

1 01

Panasonic Automotive Systems Co  
 26455 American Drive  
 SOUTHFIELD MI 48034  
 USA

REMIT TO  
 Panasonic Automotive Systems Co  
 PO BOX 73248  
 CHICAGO IL 60673-7248  
 USA

BILL TO 120745  
 DELPHI ELEC & SAFETY (LEGAL)  
 PO BOX 9005  
 KOKOMO IN 46904  
 USA

SHIP TO 120403  
 DELPHI E&S PLANT 10 (TMMI)  
 1800 E. LINCOLN RD.  
 KOKOMO IN 46902  
 USA

### Debit Memo

Page Number 1 of 1  
 Invoice Date 12/20/2005  
 Terms CASH IN ADVANCE  
 Payment Due 12/20/2005  
 Invoice # 91368915  
 Customer # 120745  
 Order # 70029937  
 Reference # MCCAM09154  
 FOB Point WAREHOUSE  
 Div / SO 70 / 55

PO # 450131299

Special instructions  
 DELPHI PROTOTYPE ORDER MCCAM09154

Item	Material	Qty	UOM	Description	Price	Curr	Price	UOM	Value
000010	MISC CHARGE/PAEC			Miscellaneous Charge					
		1	EA						
	Plant: 5629			Destination: NA					
	PO #:			MOS: TRK					
	MET #:								
	BOL #:								
	Sales person: 1170			Carrier: BEST WAY GROUND					
	Freight Term: Collect			WAREHOUSE					

Tax	20,627.00
Misc./Other Charges	
<b>Final total</b>	<b>20,627.00</b>

Tele-#: 248-447-7000

Fax-#: 248-447-7004

# DELPHI

114782

Date: 8-Sep-2005

PO# 450131299

Reference # NB10192866 - PR450769

Toyota Project code: 180L

Trial name: CV/CF Sample

Toyota Part Number: 86121-0C030 (CD Tuner faceplate)

Cost / pcs: \$104.00

QTY: 145

Sub Total: \$15,080.00

Toyota Part Number: 86121-0C010 (CDX faceplate)

Cost / pcs: \$110.94

QTY: 50

Sub Total: \$5,547.00

GRAND TOTAL: \$20,627.00

SHIP TO: Delphi Plant: DA31

J. Fernando Dominguez 956.228.5844

702 Joaquin Cavazos Rd, Los Indios, Tx., 78567

Required Date: 12-Sep-2005

Delphi Contact: Jim Pressgrove x *J. Pressgrove*

Invoice Address 1800 EAST LINCOLN ROAD - KOKOMO, IN

46904

ATTN: ~~KAR~~ CARA CRIP  
CARA CRIP

UPS United States

Tracking

UPS

Log-In User ID:

Password:

| [Forgot Password](#)[Register](#)

## Tracking

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Numbers

→ [Track by Reference Number](#)→ [Track by Freight Tracking](#)

Number

→ [Track by Freight Shipment](#)

Reference

→ [Track with Quantum View](#)→ [Sign Up for Signature](#)

Tracking

→ [Void a Shipment](#)→ [Help](#)

## Track by Tracking Number

## View Details

**Status:** Delivered  
**Delivered on:** 09/16/2005 9:06 A.M.  
**Signed by:** WAYMIRE  
**Location:** RECEIVER  
**Delivered to:** KOKOMO, IN, US

**Tracking Number:** 1Z 390 343 01 9762 103 4  
**Service Type:** NEXT DAY AIR

## Package Progress:

Location	Date	Local Time	Activity
KOKOMO, IN, US	09/16/2005	9:06 A.M.	DELIVERY
HAPEVILLE, GA, US	09/15/2005	8:43 P.M.	FORWARDED TO THE FACILITY IN THE DESTINATION CITY

Tracking results provided by UPS: 04/17/2006 1:24 P.M. Eastern Time (USA)

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UPS United States

Tracking

Support

Business

## Tracking

Log-In User ID:

Password:

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## → Track by Tracking Number

→ Track by E-mail

→ Track by Tracking

→ Track by

## → Track by Reference Number

## → Track by Freight Tracking

→ Track by

## → Track by Freight Shipment

→ Track by

## → Track with Quantum View

## → Sign Up for Signature

→ Track by

## → View Shipment

→ Home



## Track by Tracking Number

## View Details

**Status:** Delivered  
**Delivered on:** 09/21/2005 9:08 A.M.  
**Signed by:** WAYMIRE  
**Location:** DOCK  
**Delivered to:** KOKOMO, IN, US

**Tracking Number:** 1Z 390 343 01 9451 985 7  
**Service Type:** NEXT DAY AIR

## Package Progress:

Location	Date	Local Time	Activity
KOKOMO, IN, US	09/21/2005	9:08 A.M.	DELIVERY

Tracking results provided by UPS: 04/17/2006 1:27 P.M. Eastern Time (USA)

NOTICE: UPS authorizes you to use UPS tracking systems solely to track shipments tendered by or for you to UPS for delivery and for no other purpose. Any other use of UPS tracking systems and information is strictly prohibited.

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1 01

Panasonic Automotive Systems Co  
 26455 American Drive  
 SOUTHFIELD MI 48034  
 USA

**REMIT TO**

Panasonic Automotive Systems Co  
 PO BOX 73248  
 CHICAGO IL 60673-7248  
 USA

**BILL TO** 115677  
 DELPHI S&I - VANDALIA PLANT (DIP)  
 MC#146  
 PO BOX 5051  
 VANDALIA OH 45377-5051  
 USA

**Debit Memo**

Page Number 1 of 1  
 Invoice Date 02/03/2006  
 Terms NET 15 DAYS  
 Payment Due 02/18/2006  
 Invoice # 91397766  
 Customer # 115677  
 Order # 70031124  
 Customer PO # 450109308  
 FOB Point WAREHOUSE  
 Div / SO 70 / 56

**SHIP TO** 116867  
 DELPHI S&I CMM  
 702 JOAQUIN CAVAZOS RD  
 LOS INDIOS TX 78567  
 USA

**Special instructions**

Invoicing Delphi for GMX384 & GMT900 Switch Testers shipped via Fed Ex,  
 853169530442, on 9/6/05.

Item	Material	Qty	UOM	Description	Price	Curr	Price	UOM	Value
000010	SAMPLE PART			GMX384 Switch Tester					
		1	EA						
	Plant: 5629			Destination: NA					
	PO #:			MOS: TRK					
	MET #:								
	BOL #:								
	Sales person: 1175			Carrier: (WILL CALL)					
	Freight Term: Collect			WAREHOUSE					
000020	SAMPLE PART			GMX384 Switch Tester					
		1	EA						
	Plant: 5629			Destination: NA					
	PO #:			MOS: TRK					
	MET #:								
	BOL #:								
	Carrier: (WILL CALL)								
	Freight Term: Collect			WAREHOUSE					

Tax	
Misc./Other Charges	35,300.00
<b>Final total</b>	<b>35,300.00</b>

Tele-#: 248-447-7000

Fax-#: 248-447-7004

**DELPHI**

Delphi Electronics and Safety

Page 1 of 3

**Buyer:**

Delphi Automotive Systems LLC  
Delphi Electronics & Safety Div  
P.O. Box 9005  
KOKOMO IN 46904-9005

**Deliver to:**

Delphi E & S Vandalia  
250 Northwood Blvd  
VANDALIA OH 45377

MATSUSHITA ELECTRIC CORP OF AMERICA  
PANASONIC AUTOMOTIVE ELECTRONICS  
1101 JOAQUIN CAVAZOS BLVD  
LOS INDIOS TX 78567

**Purchase Order**

PO Number	Date Issued
450109308	16-Jun-2005
Version	
16-Nov-2006 19:36:32	

Vendor No: 1008661

DUNS No: 787118579

Payment Terms: ZMN2 Currency: USD

Payment settled on 2nd, 2nd Month

Incoterms: FOB-Freight Collect

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant Requester
00010	PR10175392 00010 SWITCH TESTERS GMX384 TUTD SWITCH TESTERS JIM ENGBAUSER (937)356-2458 PR445438	4.000	DAHQ DELPHI D HEADQUARTERS ENGBAUSER J
</			

Purchasing Contact: Ng, Henry(CTL, SW)  
Phone: 65-6450-8266  
Fax: 65-6552-6734

**Contact Address:**

DELPHI ELECTRONICS & SAFETY  
501 ANG MO KIO INDUSTRIAL PARK 1,  
SINGAPORE 569621

Date and Time Printed: 16-Nov-2006 19:36:32

**DELPHI**

C-D Pg 8 of 12

Delphi Electronics and Safety

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MATSUSHITA ELECTRIC CORP OF AMERICA  
 PANASONIC AUTOMOTIVE ELECTRONICS  
 1101 JOAQUIN CAVAZOS BLVD  
 LOS INDIOS TX 78567

**Purchase Order**

PO Number	Date Issued
450109308	16-Jun-2005
Version	
16-Nov-2006 19:36:32	

<b>Item No.</b>	<b>Material No/Item Identifier No</b>	<b>Total Order Quantity</b>	<b>Plant</b>
	<b>Description</b>		<b>Requester</b>

**Notes:**

Cancel PO due to overdue more than 6 mths

**IMPORTANT NOTICE TO SUPPLIERS:**

PLEASE COMPLY STRICTLY WITH DELPHI'S ENVIRONMENTAL REQUIREMENTS AS STATED IN THE ENVIRONMENTAL REQUIREMENTS FOR CONTRACTORS / SUPPLIERS / VENDORS. A COPY OF THE ENVIRONMENTAL REQUIREMENTS IS AVAILABLE UPON WRITTEN REQUEST TO THE BUYER.

Delphi requires 100% on time delivery performance from suppliers. If you anticipate problems in delivering materials and/or completing services by the date specified on the Buyer's purchase order, the Delphi Buyer should be notified immediately.

Restricted, toxic, and hazardous materials - Suppliers are required to comply with current governmental and safety constraints on restricted, toxic and hazardous materials; as well as environmental, electrical and electromagnetic considerations applicable to the country of manufacture and sale. This relates to both the salable product and the manufacturing processes. (Refer also to Terms and Conditions No. 8 "Ingredients Disclosure and Special Warnings Instructions"). Commencement of any work or service under this order shall constitute seller's acceptance of these responsibilities. If you do not accept these responsibilities, please contact the appropriate Delphi's Buyer.

Seller acknowledges and agrees that Buyer's General Terms and Conditions and Delphi Customer Specific Requirements are incorporated in, and a part of, this contract and each purchase order, release, requisition, work order, shipping instruction, specification and other document issued by Buyer or accepted in writing by Buyer, whether expressed in written form or by electronic data interchange, relating to the goods and/or services to be provided by Seller pursuant to this contract (such documents are collectively referred to as this "Contract"). A copy of Buyer's General Terms and Conditions and Delphi Customer Specific Requirements are available upon written request to Buyer or via the internet at Delphi's website, delphi.com. Seller acknowledges and agrees that it has read and understands Buyer's General Terms and Conditions and Delphi Customer Specific Requirements. If Seller accepts this Contract in writing or commences any of the work or services which are the subject of this Contract, Seller will be deemed to have accepted this Contract and Buyer's General Terms and Conditions and Delphi Customer Specific Requirements in their entirety without modification. Any additions to, changes in, modifications of, or revisions of this Contract (including Buyer's General Terms and Conditions and Delphi Customer Specific Requirements) which Seller proposes will be deemed to be rejected by Buyer except to the extent that Buyer expressly agrees to accept any such proposals in writing.

All wood packaging must be compliant with the International Standard Phytosanitary Measure #15 in the treatment of wood packaging material. Please reference the "Requirements for the treatment of wood packaging materials" section of the Supplier Community Portal found on www.delphi.com for further details.

Title to goods shall transfer from seller to buyer upon arrival at buyer's consuming plant.

DO NOT INVOICE FOR SHIPPED MATERIAL. DELPHI E&S IS  
 'PAY ON RECEIPT' AND INVOICES ARE NOT REQUIRED.

INVOICES ARE REQUIRED AND MUST BE SUBMITTED FOR  
 SERVICES AND ITEMS WHICH ARE NOT SHIPPED.



**DELPHI**

Delphi Electronics and Safety

Page 3 of 3

MATSUSHITA ELECTRIC CORP OF AMERICA  
PANASONIC AUTOMOTIVE ELECTRONICS  
1101 JOAQUIN CAVAZOS BLVD  
LOS INDIOS TX 78567

**Purchase Order**

PO Number	Date Issued
450109308	16-Jun-2005
Version	
16-Nov-2006 19:36:32	

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant
Description			Requester

**Notes Continued:**

PLEASE SUBMIT THESE TO:  
DELPHI ELECTRONICS & SAFETY  
A DIVISION OF DELPHI AUTOMOTIVE SYSTEMS LLC  
ATTN: MANUAL RECEIPTS PROCESSING MS-CTA229  
P O BOX 9005  
KOKOMO, IN 46904-9005

YOU MUST PLACE THE FOLLOWING ON YOUR PACKING SLIP:  
- PURCHASE ORDER (ONLY ONE PURCHASE ORDER NUMBER PER PACKING SLIP)  
- DELPHI-E&S "ITEM IDENTIFICATION NUMBER (ID)" FROM PURCHASE ORDER FOR EACH DELIVERED ITEM  
- LIST DELPHI-E&S DESCRIPTION PER PURCHASE ORDER FOR EACH LINE ITEM DELIVERED FOLLOWED BY YOUR DESCRIPTION IF DESIRED.  
- EQUIPMENT SERIAL NUMBER(S)

ADDITIONAL PACKING SLIP INFORMATION:  
- EACH BOX/CRATE MUST CONTAIN A COMPLETE PACKING SLIP FOR THE ENTIRE DELIVERY  
- HIGHLIGHT ON THE PACKING SLIP THE APPLICABLE PURCHASE ORDER ITEM IDENTIFICATION NUMBER FOR EACH ITEM LOCATED IN THE BOX/CRATE  
- PACKING SLIP MUST BE ENCLOSED IN A CLEAR PLASTIC ENVELOPE AND AFFIXED TO THE OUTSIDE (WITH A COPY INSIDE) OF EACH BOX/CRATE.

\*\*\*\*\*  
ROUTING: REFER TO ROUTING LETTER DATED 02/13/03 FOR INSTRUCTIONS. CALL DELPHI E&S TRANSPORTATION AT (765)451-4078 OR -4079 FOR ADDITIONAL INFORMATION. FREIGHT TERMS ARE 'FOB ORIGIN, FREIGHT COLLECT'. BUYER WILL ONLY PAY FREIGHT CHARGES IF THE SELLER USES THE BUYER SELECTED CARRIER AND SHIPS COLLECT. THE SELLER AGREES TO PAY ALL FREIGHT INVOICES WHEN SELLER DEVIATES FROM BUYER SPECIFIED CARRIER WITHOUT PRIOR APPROVAL FROM DELPHI E&S TRANSPORTATION.  
\*\*\*\*\*



FedEx Express  
Customer Support Trace  
3875 Airways Boulevard  
Module H, 4th Floor  
Memphis, TN 38116

U.S. Mail: PO Box 727  
Memphis, TN 38194-4643  
Telephone: 901-369-3600

*For Invoice# 91397766 2/03/06 #35300  
POD 8/05 Pre-Politan*

04/12/2006

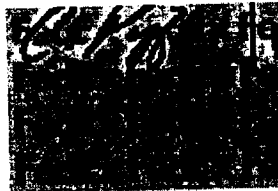
Dear Customer:

The following is the proof of delivery you requested with the tracking number **853169530442**.

---

**Delivery Information:**

<b>Status:</b>	Delivered	<b>Delivery date:</b>	Sep 9, 2005 09:07
<b>Signed for by:</b>	C.PIGG		
<b>Service type:</b>	Express Saver		



---

**Shipping Information:**

<b>Tracking number:</b>	853169530442	<b>Ship date:</b>	Sep 6, 2005
<b>Recipient:</b>	VANDALIA, OH US	<b>Shipper:</b>	HIDALGO, TX US
<b>Reference</b>			EE-5056

Thank you for choosing FedEx Express.

FedEx Worldwide Customer Service  
1.800.GoFedEx 1.800.463.3339

**EXHIBIT D**

Delphi Pre-Petition from Edacor

C.D. No. 12 at 12

## UNAUTHORIZED DISCOUNTS

DUNS #	Document #	Document Date	Total Amount	Bill Of Lading	Purchase Order #
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$1,047.09)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$24,595.85)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$291.18)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$400.86)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$21.00)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$6,379.00)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$2.30)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$260.51)	DISCTS1005	
RD 608734687	'ADMDISCTS1005VV	9/30/2005	(\$14.00)	DISCTS1005	
RD 008919813	'ADMDISCTS1005	9/30/2005	(\$588.46)	DISCTS1005	
			<b>\$33,600.25</b>		